

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF TEXAS
AUSTIN DIVISION**

In Re:	§	
	§	
FIRED UP, INC.	§	Case No. 14-10447
	§	(Chapter 11)
Debtor.	§	

**AMENDED THIRD AND FINAL APPLICATION OF UNIQUE STRATEGIES GROUP,
INC. FOR COMPENSATION AS FINANCIAL ADVISOR FOR DEBTOR FROM
OCTOBER 1, 2014 TO DECEMBER 8, 2014**

A hearing will be conducted on this matter on March 5, 2015 at 1:30 pm in Courtroom No. 1, 903 San Jacinto, Austin, TX 78701.

If you object to the relief requested, you must respond in writing, specifically answering each paragraph of this pleading. Unless otherwise directed by the court, you must file your response with the clerk of the bankruptcy court within 21 days from the date you were served with this pleading. You must serve a copy of your response on the person who sent you the notice; otherwise, the court may treat the pleading as unopposed and grant the relief requested.

Fired Up, Inc., Debtor herein, ("Debtor") hereby files this *Amended Third and Final Application of Unique Strategies Group, Inc. for Compensation as Financial Advisor for Debtor from October 1, 2014 to December 8, 2014*, and respectfully requests approval of the compensation described below, showing the Court as follows:

1. This case was filed on March 27, 2014. Unique Strategies Group, Inc. ("USG") was employed as Financial Advisor for the Debtor by order entered on July 10, 2014, effective as of May 24, 2014.
2. This is a final application seeking approval of the prior interim fee awards and additional time incurred from October 1, 2014 through confirmation of Debtor's Plan of Reorganization.
3. USG obtained the following results since October 1, 2014: analyzed Debtor's Plan and financial, reviewed and discussed Debtor's budget, reviewed Debtor's monthly operating reports, reviewed Debtor's proformas and cash flows and drafted proffer and attended the confirmation hearing on December 8, 2014.
4. A Fee Application Summary, which includes a summary description of the

services rendered by category, reflecting the total cost of each category of services and summarizing the nature and purpose of each category of services rendered, and the results obtained, is attached hereto as Exhibit "A".

5. A Compensation Support Exhibit, reflecting contemporaneous time records itemizing services rendered by category in a format which reflects a description of each service entry, the amount of time spent rendering that service, the date the service was performed, who performed that service, and the hourly rate of the person performing that service, is attached hereto as Exhibit "B".

6. USG seeks fees of \$4,100.00 and expenses of \$0.00.

7. By order dated September 19, 2014, [Dkt # 472] the Court approved USG's First Interim Fee Application for the time period June 1, 2014 to June 30, 2014 [Dkt # 377]. By that order, the Court approved and allowed fees and expenses in the total amount of \$19,625.00 less a 30% holdback in the amount of \$5,887.00, subject to future Court order.

8. By order dated December 5, 2014 [Dkt # 640] the Court approved USG's Second Interim Fee Application for the time period July 1, 2014 to September 30, 2014 [Dkt # 549]. By that order, the Court approved and allowed fees and expenses in the total amount of \$18,875.00 with no holdback.

9. USG did not receive a pre-petition retainer. All fees approved will be paid from the Debtor's estate.

10. USG asks for final approval and allowance of the fees and expenses previously approved and allowed by the Court on an interim basis and for the final approval and allowance of the fees set forth herein for a total amount of \$36,712.50. USG also seeks the Court's reconsideration and final allowance and approval of the holdback amount of \$5,887.50

WHEREFORE, Fired Up, Inc. requests that Unique Strategies Group, Inc. be allowed compensation for its services for the period October 1, 2014 to December 8, 2014 in the amount of \$4,100.00 as fees and \$0.00 as reasonable costs for total compensation requested of \$4,100.00, and that Unique Strategies Group, Inc. be awarded and allowed, on a final basis, the fees requested herein and those previously awarded and allowed on an interim basis and that the holdback amount of interim fees in the amount of \$5,887.50 be allowed and approved as final for the total amount of \$42,600.00, and for such and further relief as is just.

Respectfully submitted,

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By: /s/ Stephen W. Sather
Stephen W. Sather, SBN 17657520
Barbara M. Barron, SBN 01817300
ATTORNEYS FOR FIRED UP, INC.

CERTIFICATE OF SERVICE

I certify that a true and correct copy of the foregoing *Amended Third and Final Application of Unique Strategies Group, Inc.* was served on February 9, 2015, by email transmission to all the parties on the Twelfth Limited Master Service List attached hereto.

/s/ Stephen W. Sather

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**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF TEXAS
AUSTIN DIVISION**

In Re: FIRED UP, INC. Debtor.	§ § § § §	Case No. 14-10447 (Chapter 11)
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EXHIBIT "A"

I. CLIENT: Debtor—FIRED UP, INC.

II. REQUESTING APPLICANT/FIRM:
Unique Strategies Group, Inc.
5810 Tom Wooten Drive
Austin, TX 78731
(512) 529-7600

III. TOTAL AMOUNT OF FEES REQUESTED:

- a. Fees: \$4,100.00
- b. Expenses: \$0.00
- c. Pre-petition retainer, if any: \$0.00
- d. Time period covered: October 1, 2104 to December 8, 2014

IV. BREAKOUT OF CURRENT APPLICATION:

Name/Title	Graduation Date	Partnership Date	Hours	Rate	Fees
Dan Bensimon	1968		16.40	\$250.00	\$4,100.00
Total Fees			16.40	\$250.00	\$4,100.00

MINIMUM FEE INCREMENTS: \$0.10

TOTAL EXPENSES: \$0.00

AMOUNT BILLED FOR PREPARATION OF THIS FEE APPLICATION: \$0.00

V. PRIOR APPLICATIONS:

<u>Number</u>	<u>Date of Hearing</u>	<u>Amount requested</u>	<u>Amount authorized</u>
1st	September 16, 2014	\$19,625.00	\$19,625.00 less 30% holdback of \$5,887.50 (Dkt # 472)
2 nd	December 4, 2014	\$18,875.00	\$18,875.00 (Dkt # 640)

VI. OTHER CO-EQUAL OR ADMINISTRATIVE CLAIMANTS IN THIS CASE:**

<u>NAME</u>	<u>PARTY REPRESENTED</u>
Office of the United States Trustee	
Barron & Newburger, P.C.	Debtor
Hajjar, Sutherland & Peters	Debtor
BKD, LLP	Debtor
Eric Drews	Debtor
Vernon Law Group, PLLC.	Debtor
Pachulski Stang	UCC
Streusand & Landon	UCC
FTI Consulting	UCC

VII. RESULTS OBTAINED SINCE OCTOBER 1, 2014:

Analyzed Debtor's Plan and financial, reviewed and discussed Debtor's budget, reviewed Debtor's monthly operating reports, reviewed Debtor's proformas and cash flows and drafted proffer and attended the confirmation hearing on December 8, 2014.

BREAKDOWN OF FEES BY EVENTS

<u>Task</u>	<u>Total Hours</u>	<u>Rate</u>	<u>Tot. Fee</u>	<u>% of App.</u>
Business Operations	16.40	\$250.00	\$4,100.00	100%
Rosewood Transaction				
Unsecured Cred. Com. Matters				
Total	16.40	\$250.00	\$4,100.00	100%

****Does not include payments made in the ordinary course of business. Other than professionals, no other applications for administrative expense claims have been approved.**

Unique Strategies Group, Inc.
7028 Cielo Azul Pass
Austin, Texas 78732

November 14, 2014

Invoice submitted to:

Fired Up

For Professional Services Performed From September 1, 2014 to September 30, 2014

Legend: DB = Dan Bensimon, BW = Beth Whatley

Date	Description	Hrs / Rate	Amount
10/1/14	DB- BO – Plan & analysis of Financials	3.0 / \$ 250	\$ 750.00
	Total:		\$ 750.00

EXHIBIT "B"

Unique Strategies Group, Inc.
7028 Cielo Azul Pass
Austin, Texas 78732

December 7, 2014

Invoice submitted to:

Fired Up

For Professional Services Performed From November 1, 2014 to November 30, 2014

Legend: DB = Dan Bensimon, BW = Beth Whatley

Date	Description	Hrs / Rate	Amount
11/3/14	DB- BO – review budget and discussion	2.4 / \$ 250	\$ 600.00
11/22/14	DB- BO- Review MORs	1.7/ \$ 250.	\$ 425.00
Total:			\$ 1,025.00

Unique Strategies Group, Inc.
7028 Cielo Azul Pass
Austin, Texas 78732

January 10, 2015

Invoice submitted to:

Fired Up

For Professional Services Performed From December 1, 2014 to December 31, 2014

Legend: DB = Dan Bensimon, BW = Beth Whatley

Date	Description	Hrs / Rate	Amount
12/01/14	DB- BO – review Proformas	2.2 / \$ 250	\$ 550.00
12/04/14	DB- BO- Review Proformas & cash flows & draft proffer	2.5/ \$ 250.	\$ 625.00
12/07/14	DB-BO- Review cash flows	1.6/ \$250.	\$ 400.00
12/08/14	DB-BO-Hearing	3.0/ \$250.	\$ 750.00
Total:			\$ 2,325.00